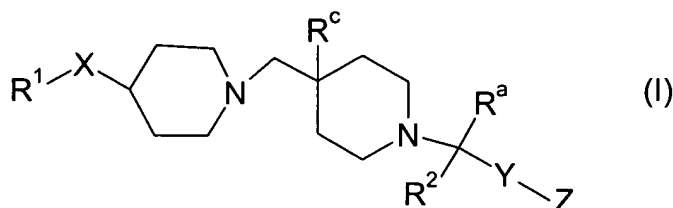


Amendments to the Claims:

This listing of claims replaces all prior versions and listings of claims in the application:

Listing of Claims:

1. (Currently amended) A compound of formula (I):



wherein:

X is CH<sub>2</sub>, C(O), O, S, S(O), S(O)<sub>2</sub> or NR<sup>3</sup>;

Y is a bond, C<sub>1-6</sub> alkylene (optionally substituted by C<sub>1-4</sub> alkyl or phenyl), phenylene (optionally substituted by halogen, hydroxy, C<sub>1-4</sub> alkyl or C<sub>1-4</sub> alkoxy)<sub>2</sub> or heterocyclylene (optionally substituted by halogen, hydroxy, C<sub>1-4</sub> alkyl or C<sub>1-4</sub> alkoxy);

Z is CO<sub>2</sub>R<sup>b</sup>, NHS(O)<sub>2</sub>CF<sub>3</sub>, S(O)<sub>2</sub>OH, OCH<sub>2</sub>CO<sub>2</sub>R<sup>b</sup> or tetrazolyl;

R<sup>1</sup> is hydrogen, C<sub>1-6</sub> alkyl, aryl or heterocyclyl;

R<sup>2</sup> is hydrogen, C<sub>1-6</sub> alkyl, aryl or heterocyclyl;

R<sup>a</sup> and R<sup>b</sup> are, independently, hydrogen or C<sub>1-4</sub> alkyl; or when R<sup>2</sup> is aryl or heterocyclyl

R<sup>a</sup> may be C<sub>2-3</sub> alkylene forming a ring with an ortho position on R<sup>2</sup>;

R<sup>c</sup> is hydrogen or hydroxy;

wherein, unless stated otherwise, the foregoing aryl and heterocyclyl moieties are optionally substituted by: halogen, cyano, nitro, hydroxy, oxo, S(O)<sub>p</sub>R<sup>4</sup>, OC(O)NR<sup>5</sup>R<sup>6</sup>, NR<sup>7</sup>R<sup>8</sup>, NR<sup>9</sup>C(O)R<sup>10</sup>, NR<sup>11</sup>C(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>14</sup>R<sup>15</sup>, NR<sup>16</sup>S(O)<sub>2</sub>R<sup>17</sup>, C(O)NR<sup>18</sup>R<sup>19</sup>, C(O)R<sup>20</sup>, CO<sub>2</sub>R<sup>21</sup>, NR<sup>22</sup>CO<sub>2</sub>R<sup>23</sup>, C<sub>1-6</sub> alkyl, CF<sub>3</sub>, C<sub>1-6</sub> alkoxy(C<sub>1-6</sub>)alkyl, C<sub>1-6</sub> alkoxy,

OCF<sub>3</sub>, C<sub>1-6</sub> alkoxy(C<sub>1-6</sub>)alkoxy, C<sub>1-6</sub> alkylthio, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>3-10</sub> cycloalkyl (itself optionally substituted by C<sub>1-4</sub> alkyl or oxo), methylenedioxy, difluoromethylenedioxy, phenyl, phenyl(C<sub>1-4</sub>)alkyl, phenoxy, phenylthio, phenyl(C<sub>1-4</sub>)alkoxy, heterocyclyl, heterocyclyl(C<sub>1-4</sub>)alkyl, heterocyclyloxy or heterocyclyl(C<sub>1-4</sub>)alkoxy; wherein any of the immediately foregoing phenyl and heterocyclyl moieties are optionally substituted with halogen, hydroxy, nitro, S(O)<sub>q</sub>(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>NH<sub>2</sub>, S(O)<sub>2</sub>NH(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), cyano, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C(O)NH<sub>2</sub>, C(O)NH(C<sub>1-4</sub> alkyl), C(O)N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), CO<sub>2</sub>H, CO<sub>2</sub>(C<sub>1-4</sub> alkyl), NHC(O)(C<sub>1-4</sub> alkyl), NHS(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), C(O)(C<sub>1-4</sub> alkyl), CF<sub>3</sub> or OCF<sub>3</sub>;

p and q are, independently, 0, 1 or 2;

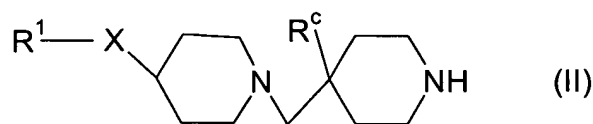
R<sup>3</sup>, R<sup>5</sup>, R<sup>6</sup>, R<sup>7</sup>, R<sup>8</sup>, R<sup>9</sup>, R<sup>10</sup>, R<sup>11</sup>, R<sup>12</sup>, R<sup>13</sup>, R<sup>14</sup>, R<sup>15</sup>, R<sup>16</sup>, R<sup>18</sup>, R<sup>19</sup>, R<sup>20</sup>, R<sup>21</sup> and R<sup>22</sup> are, independently, hydrogen, C<sub>1-6</sub> alkyl (optionally substituted by halogen, hydroxy or C<sub>3-10</sub> cycloalkyl), CH<sub>2</sub>(C<sub>2-6</sub> alkenyl), phenyl (itself optionally substituted by halogen, hydroxy, nitro, NH<sub>2</sub>, NH(C<sub>1-4</sub> alkyl), N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), S(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>NH<sub>2</sub>, S(O)<sub>2</sub>NH(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), cyano, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C(O)NH<sub>2</sub>, C(O)NH(C<sub>1-4</sub> alkyl), C(O)N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), CO<sub>2</sub>H, CO<sub>2</sub>(C<sub>1-4</sub> alkyl), NHC(O)(C<sub>1-4</sub> alkyl), NHS(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), C(O)(C<sub>1-4</sub> alkyl), CF<sub>3</sub> or OCF<sub>3</sub>) or heterocyclyl (itself optionally substituted by halogen, hydroxy, nitro, NH<sub>2</sub>, NH(C<sub>1-4</sub> alkyl), N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), S(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>NH<sub>2</sub>, S(O)<sub>2</sub>NH(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below), cyano, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C(O)NH<sub>2</sub>, C(O)NH(C<sub>1-4</sub> alkyl), C(O)N(C<sub>1-4</sub> alkyl)<sub>2</sub> (and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> below),

CO<sub>2</sub>H, CO<sub>2</sub>(C<sub>1-4</sub> alkyl), NHC(O)(C<sub>1-4</sub> alkyl), NHS(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), C(O)(C<sub>1-4</sub> alkyl), CF<sub>3</sub> or OCF<sub>3</sub>};  
alternatively NR<sup>5</sup>R<sup>6</sup>, NR<sup>7</sup>R<sup>8</sup>, NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>R<sup>15</sup>, NR<sup>18</sup>R<sup>19</sup>, may, independently, form a 4-7 membered heterocyclic ring, azetidine, pyrrolidine, piperidine, azepine, morpholine or piperazine, the latter optionally substituted by C<sub>1-4</sub> alkyl on the distal nitrogen;  
R<sup>4</sup>, R<sup>17</sup> and R<sup>23</sup> are, independently, C<sub>1-6</sub> alkyl {optionally substituted by halogen, hydroxy or C<sub>3-10</sub> cycloalkyl}, CH<sub>2</sub>(C<sub>2-6</sub> alkenyl), phenyl {itself optionally substituted by halogen, hydroxy, nitro, NH<sub>2</sub>, NH(C<sub>1-4</sub> alkyl), N(C<sub>1-4</sub> alkyl)<sub>2</sub> {and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> above}, S(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>NH<sub>2</sub>, S(O)<sub>2</sub>NH(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>N(C<sub>1-4</sub> alkyl)<sub>2</sub> {and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> above}, cyano, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C(O)NH<sub>2</sub>, C(O)NH(C<sub>1-4</sub> alkyl), C(O)N(C<sub>1-4</sub> alkyl)<sub>2</sub> {and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> above}, CO<sub>2</sub>H, CO<sub>2</sub>(C<sub>1-4</sub> alkyl), NHC(O)(C<sub>1-4</sub> alkyl), NHS(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), C(O)(C<sub>1-4</sub> alkyl), CF<sub>3</sub> or OCF<sub>3</sub>) or heterocyclyl {itself optionally substituted by halogen, hydroxy, nitro, NH<sub>2</sub>, NH(C<sub>1-4</sub> alkyl), N(C<sub>1-4</sub> alkyl)<sub>2</sub> {and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> above}, S(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>NH<sub>2</sub>, S(O)<sub>2</sub>NH(C<sub>1-4</sub> alkyl), S(O)<sub>2</sub>N(C<sub>1-4</sub> alkyl)<sub>2</sub> {and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> above}, cyano, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C(O)NH<sub>2</sub>, C(O)NH(C<sub>1-4</sub> alkyl), C(O)N(C<sub>1-4</sub> alkyl)<sub>2</sub> {and these alkyl groups may join to form a ring as described for R<sup>5</sup> and R<sup>6</sup> above}, CO<sub>2</sub>H, CO<sub>2</sub>(C<sub>1-4</sub> alkyl), NHC(O)(C<sub>1-4</sub> alkyl), NHS(O)<sub>2</sub>(C<sub>1-4</sub> alkyl), C(O)(C<sub>1-4</sub> alkyl), CF<sub>3</sub> or OCF<sub>3</sub>};  
or an N-oxide thereof; or a pharmaceutically acceptable salt thereof; or a solvate thereof.

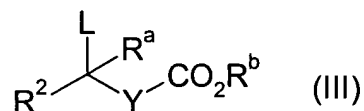
2. (Original) A compound as claimed in claim 1 wherein R<sup>1</sup> is phenyl optionally substituted with halogen, C<sub>1-4</sub> alkyl or C<sub>1-4</sub> alkoxy.
3. (Currently amended) A compound as claimed in claim 1-~~or 2~~ wherein X is O.

4. (Currently amended) A compound as claimed in claim 1, ~~2 or 3~~ wherein  $R^a$  and  $R^c$  are both hydrogen.
5. (Currently amended) A compound as claimed in claim 1, ~~2, 3 or 4~~ wherein Z is  $\text{CO}_2R^b$ .
6. (Currently amended) A compound as claimed in claim 1, ~~2, 3, 4 or 5~~ wherein Y is a bond or alkylene (optionally substituted by  $\text{C}_{1-4}$  alkyl);  $R^a$  is hydrogen; and,  $R^2$  is hydrogen,  $\text{C}_{1-6}$  alkyl, phenyl (optionally substituted by halogen,  $\text{C}_{1-4}$  alkyl,  $\text{C}_{1-4}$  alkoxy or  $\text{NHC(O)(C}_{1-4}\text{ alkyl})$ ) or heterocyclyl (optionally substituted by halogen,  $\text{C}_{1-4}$  alkyl or  $\text{C}_{1-4}$  alkoxy).
7. (Currently amended) A compound as claimed in claim 1, ~~2, 3, 4 or 5~~ wherein Y is phenylene (optionally substituted by halogen,  $\text{C}_{1-4}$  alkyl or  $\text{C}_{1-4}$  alkoxy) or heterocyclylene (optionally substituted by halogen,  $\text{C}_{1-4}$  alkyl or  $\text{C}_{1-4}$  alkoxy);  $R^a$  is hydrogen; and  $R^2$  is hydrogen or  $\text{C}_{1-4}$  alkyl.
8. (Original) A process for preparing a compound of formula (I) as claimed in claim 1, the process comprising:

a) coupling a compound of formula (II):

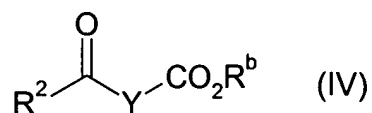


with a compound of formula (III):



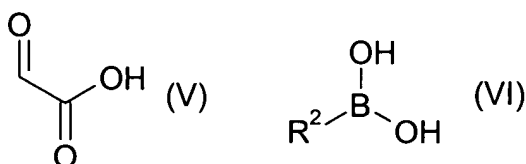
wherein L is a suitable leaving group;

b) when  $R^a$  is hydrogen and Z is  $\text{CO}_2R^b$ , reductive amination of a compound (II) with a compound of formula (IV):



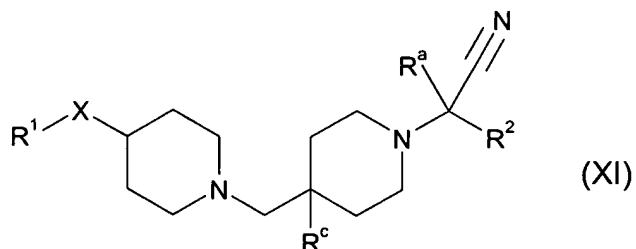
wherein  $\text{R}^b$  is  $\text{C}_{1-4}$  alkyl, in the presence of  $\text{NaBH}(\text{OAc})_3$  and acetic acid, or  $\text{NaBH}_3\text{CN}$  in a suitable solvent, optionally followed by hydrolysis of the ester group;

- c) when Y is a bond,  $\text{R}^a$  and  $\text{R}^b$  are both hydrogen and Z is  $\text{CO}_2\text{H}$ , a three component coupling of a compound of formula (II) with compounds of formula (V) and (VI):

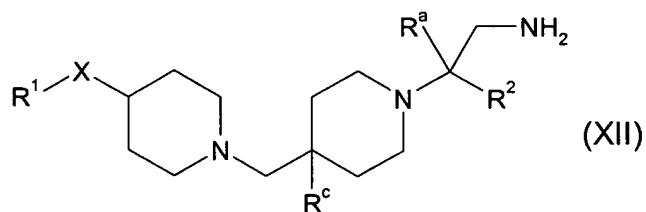


in a suitable solvent at a suitable elevated temperature;

- d) when Y is a bond and Z is  $\text{CO}_2\text{H}$ , performing a nitrile hydrolysis on a compound of formula (XI):



- e) when Z is tetrazol-5-yl, reacting a compound of formula (XI) with  $(\text{CH}_3)_3\text{SiN}_3$  and  $(\text{Bu}_3\text{Sn})_2\text{O}$  at an elevated temperature;  
 f) when Z is  $\text{NHS}(\text{O})_2\text{CF}_3$ , reacting a compound of formula (XII):



with triflic anhydride at a reduced temperature.

9. (Original) A pharmaceutical composition which comprises a compound of the formula (I), or a pharmaceutically acceptable salt thereof or solvate thereof as claimed in claim 1, and a pharmaceutically acceptable adjuvant, diluent or carrier.

10-11. (Cancelled)

12. (Currently amended) A method of treating a chemokine mediated disease state in a mammal suffering from, or at risk of, said disease, which comprises administering ~~to a mammal in need of such treatment a therapeutically effective amount of~~ a compound of formula (I), or a pharmaceutically acceptable salt thereof or solvate thereof as claimed in claim 1.